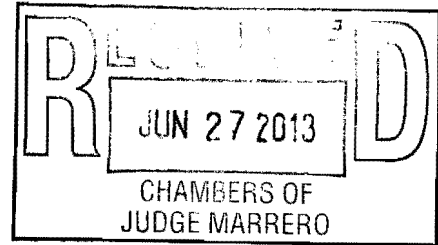


**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**



**BRYANSTON GROUP, INC.,
derivatively on behalf of
EMPIRE RESORTS, INC.,**

Plaintiff,

-against-

**KIEN HUAT REALTY III, LTD.,
individually and as Shareholder of
EMPIRE RESORTS, INC.,**

**COLIN AU, individually and as Director
of EMPIRE RESORTS, INC.,**

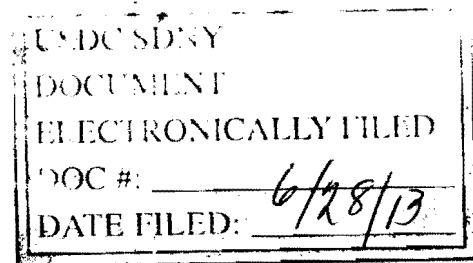
**JOSEPH D'AMATO, individually and as
Director of EMPIRE RESORTS, INC.,
and**

**EMPIRE RESORTS, INC., as nominal
Defendant,**

Defendants.

**12 Civ. 9396 (VM)
ECF Case**

STIPULATION OF DISMISSAL



TO THE HONORABLE JUDGE OF SAID COURT:

WHEREAS, counsel for plaintiff wrote to the Court on June 18, 2013, pursuant to Part II.A of the Court's Individual Practices, seeking a pre-motion conference for an unopposed motion to dismiss the above-captioned action (the "Action") pursuant to Federal Rules of Civil Procedure 23.1(c) and 41; and

WHEREAS, on June 19, 2013, the Court issued a Conditional Order of Discontinuance Without Prejudice (the "Order"), whereby the Court conditionally discontinued the Action without prejudice and without costs; provided that within thirty (30) days of the date of the Order, the parties, without the necessity of any formal motion, submit to the Court their own Stipulation of Dismissal for the Court to So Order; and


WHEREAS, pursuant to the Order, the parties have executed this Stipulation of Dismissal.

IT IS HEREBY STIPULATED AND AGREED by and between the parties, through their respective counsel, as follows:

1. Pursuant to Fed. R. Civ. P. 41(a)(1)(A)(i), the Sixth cause of action in the First Amended Complaint is dismissed with prejudice; and
2. Pursuant to Fed. R. Civ. P. 23.1(c), the First, Second, Third, Fourth and Fifth causes of action in the First Amended Complaint are dismissed without prejudice; and
3. Each party is responsible for its own costs.

Dated: New York, New York
June 24, 2013

MISHCON DE REYA NEW YORK LLP

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Attorneys for Defendants

SO ORDERED.

Dated: New York, New York
June 27, 2013


Victor Marrero
U.S.D.J.